

**DECLARATION**

1. My name is Michael S. Plotkin.

2. I am an adult resident of the Commonwealth of Virginia and an employee of Dumbarton Properties, Inc. (“Dumbarton”).

3. I have read the Response of Rio Associates, L.P. (“Rio”) to the Liquidating Trust’s 41<sup>st</sup> Omnibus Objection to Landlord Claims (Reduction of Certain Invalid Claims-Mitigation) (“the Mitigation Objection”) to which this Declaration is attached.

4. The facts set forth in Rio’s response to the Mitigation Objection are true and correct to the best of my knowledge, information, and belief.

5. Rio, through Dumbarton, has attempted to lease the space formerly leased to Circuit City Stores, at Albemarle Square in Charlottesville, Virginia to the following:

- Jefferson Madison Library, Bryan Elliot, Assistant County Executive, April 28, 2009

- Child Learning Center- Connie Jordan Nielsen and Nicki Jassy, Thalhimer = Agents, July 10- Sept 23, 2009

- AC Moore, Matt Lafler, CRES Agent, August 17-October, 2009

- Ashley Furniture Franchisee, John Nielsen, Thalhimer = Agent, November 5, 2009

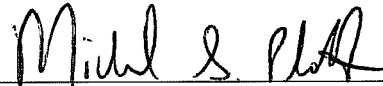
- Home Goods (TJX Companies), Tred Spratley = Agent and Mark Hernon- TJX Companies real estate rep, November 2009

- Lollipop Shop August 26- September 30, 2011

- The Fresh Market Tred Spratley = Agent, January 2010; Tred Spratley and Randy Kelly, Executive VP, TFM, 2011-2012

- HH Gregg, Dave Smith, Thalhimer = Agent, March 2010
- J Crew, Hal Brownfield = Agent, May 2010
- Halloween Express, Agent, May 2010
- Charlottesville Table Tennis Club- John Gress, Member, and Toko Duvall, Founder, April-May 2011
- Spirit Halloween Superstores, LLC- John Day, Manager- Real Estate, Frank Pacera, Karen Kohl, Manager, Lease Administration August 2010 through November 2010
- Toy Lift/Kids Lift, Allison Brewer, Manager, September 2010
- Furniture (Temporary), Hal Brownfield = Agent April 12 - May 2, 2011
- Habitat for Humanity, Ryan Jacoby, Deputy Director, May-June 2011
- Stein Mart, Regency Centers = Agent, 2012
- Ashley Furniture, Joel Kimel = Agent, 2012 (different franchisee than 2009)
- Shoe Warehouse- Clint Greene, =Taylor Long Agent, November 8, 2010
- Senior Care Center/Residential Mixed use- JABA Jefferson Area Board on Aging
- Movie Theatre. Agent was John D. Potter with Potter Commercial (based in Louisville, KY). E-mail from Mr. Potter on November 4, 2008 needing 32,000 sf.
- Asian Buffet Restaurant, Agent was Drew Huggins of Lat Purser (based in NC); need was for only 20,000 square feet. Call on December 2, 2008.

Under penalty of perjury, I declare that the foregoing is true and correct.

  
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Michael S. Plotkin